

LEGAL NOTICE.

State of New Mexico,
State Corporation Commission of
New Mexico,
CERTIFICATE OF COMPARISON.
United States of America,
State of New Mexico—
It is hereby certified, that the annexed is a full, true and complete transcript of the
CERTIFICATE OF INCORPORATION
of
EL MORO MINING AND MILLING
COMPANY
(No. 8223)

with the endorsement thereon, as same appears on file of record in the office of the State Corporation Commission.

In testimony whereof, the State Corporation Commission of the State of New Mexico has caused this certificate to be signed by its chairman and the seal of said commission, to be affixed at the city of Santa Fe on this 21st day of July, A. D. 1915.

Attest: M. S. GROVES,

EDWIN P. COARD, Clerk.

(Revenue Stamp)

ARTICLES OF INCORPORATION.

Know all men by these presents, that we, the undersigned, having associated ourselves together for the purpose of forming a corporation under and by virtue of the laws of the state of New Mexico, hereby adopt the following articles of incorporation:

ARTICLE I.

The name of the corporation shall be "El Moro Mining and Milling Company," and its principal place of business shall be the city of Albuquerque, in the state of New Mexico, but other offices may be established and maintained outside of the city of Albuquerque at such place or places as the board of directors may designate, where meetings of the stockholders or directors may be held and any and all corporate business transacted.

The present place of business shall be at No. 815 South Edith street in the city of Albuquerque, N. M., and the statutory agent shall be A. P. Gibson, of said city of Albuquerque.

ARTICLE II.

The general nature of the business proposed to be transacted is:

(a) To carry on the business of mining in all its branches and to own, work and operate mines and mining claims of every kind whatsoever, and to concentrate, mill, convey, smelt, reduce and prepare for market ores of every kind and character whatsoever, and to manufacture, sell, exchange and deal in gold, silver, copper, lead, zinc, iron and all kinds of ore, metals and minerals, and the products and by products thereof of every kind and description and by whatever process the same can be or may hereafter be manufactured and produced, and generally and without limit as to the amount to sell, exchange, lease, acquire and deal in mines and minerals, rights and claims, timber and lumber, and to conduct all business appertaining to or connected with the above specified objects and purposes.

(b) To carry on as principals, agents, commission merchants or consignees, the business of mining, milling, concentrating, converting, smelting, reducing and treating of ores of all kinds, and the buying, selling, exchanging, manufacturing and dealing in the above specified ores, minerals and products and by-products and in all the materials used in the manufacture of such and every one of such products, by-products and articles dealing in the above specified lands, properties and rights; and to carry on as such principals, agents, commission merchants or consignees and any other business which in the judgment of the directors of this company may be conveniently conducted in conjunction with any of the matters hereinbefore mentioned.

(c) To manufacture, deal in and turn to account contracts for the sale, leasing, letting, erecting, repairing and maintaining of any plant, machinery, implement or thing incidental to or connected with any of the business or objects aforesaid.

(d) To acquire, hold and own water and water rights and to construct, build, acquire, hold, manage and operate canals, reservoirs, dams, ditches, flumes, aqueducts, pipes and pipe lines for mining, milling, smelting, refining and manufacturing purposes, and to acquire for the purpose of generating and transmitting power, electrical energy, and electric light, heat and power.

(e) To construct, build, acquire, hold, manage and operate roads and tramways, private railroads, railways, telegraph and telephone lines necessary to or incidental to or convenient for the mining, milling, concentrating, smelting and manufacturing business and operations of this company.

(f) To apply for, purchase or otherwise acquire and to hold, own, operate and to sell, assign or otherwise dispose of, or grant leases in respect of or otherwise turn to account any and all inventions, improvements and processes in connection with or secured under letters patent of the United States of America or elsewhere, or otherwise, and with a view to the working and development of the same, and to carry on any business whether manufacturing or otherwise which the corporation may think calculated, directly or in-

directly, to effectuate these objects.

(g) To purchase, take or sell in exchange, hire or otherwise acquire any real or personal property, rights or privileges suitable or convenient for any purpose of its business, and to erect and construct, make, improve or add or subscribe towards the construction, making and improvement of mills, factories, warehouses, buildings, tents, machinery and works of all kinds in so far as the same may be appropriate to or useful for the conduct of the business of the company as above specified.

(h) To cause or allow the legal title and interest of any property acquired, established or carried on by the company to remain or be vested or registered in the name of or carried by any other company or companies, foreign or domestic, formed or to be formed either upon trust for or as agents or nominees of this company, or upon any other terms or conditions which the board of directors may consider for the benefit of this company, and to manage the affairs and take over and carry on the business of such company or companies so formed or to be formed, either by acquiring the shares, stocks, or other securities thereof, or otherwise however, and to exercise all or any of the powers of holders of shares, stocks or securities thereof and to receive and distribute as profits, the dividends and interest on such shares, stocks and securities.

(i) To acquire or carry on all or any of the business or property of any company engaged in a business similar to that authorized to be conducted by this company, and to undertake in conjunction therewith, any liability of any person, firm, association or company possessed of property suitable for any of the purposes of this company or for carrying on any business which this company is authorized to conduct, and as the consideration of the same to pay cash or to issue shares, stocks or obligations of the company. (This company.)

(j) To purchase, subscribe for, or otherwise acquire and to hold the shares, stocks or obligations of any company organized under the laws of this state or of any other state or territory of the United States of America or of any foreign country, and to sell or exchange the same, or upon distribution of the assets or division of profits to distribute any such shares, stocks or obligations or the proceeds thereof, amongst the stockholders of this company.

(k) To incur indebtedness in such amount as may be deemed necessary or proper, to evidence such indebtedness by the bonds or other written obligations of this corporation, and to secure the payment of such indebtedness by mortgage, deed of trust, or other form of encumbrance of and upon all or part of the property, rights, privileges and franchises of this corporation, whether acquired at the time of making such encumbrance or thereafter acquired.

(l) To guarantee the payment of dividends or interest on any shares, stocks, debentures, or other securities issued by or of another contract or obligation of any corporation whenever proper or necessary for the business of this company, upon such terms and conditions and in any manner as may be prescribed by the by-laws.

(m) To sell, let, develop, dispose of or otherwise deal with the franchises or undertaking or all or any part of the property of the company upon any terms, with power to accept any consideration any shares, stocks or other obligations of any other company.

(n) To carry out all or any part of the foregoing objects as principals or agents, or in conjunction with any other person, firm, association or company, and in any part of the world.

(o) To do all such things as are incidental or conducive to the attainment of the above objects.

In furtherance of, and not in limitation of, the general powers conferred by the laws of the state of New Mexico, it is expressly provided that this company shall have also the following powers:

To manufacture, purchase or otherwise acquire, to hold, own, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, to invest, trade, deal in and with goods, wares, merchandise, lumber and property of every class and description.

To acquire the good-will, rights and property, and to undertake the whole or any part of the assets and liabilities of any person, firm or association or corporation without limit as to amount, to draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments, as may be in the interest of this company and in accordance with the law.

To carry on all or any part of the foregoing objects as principals or agents, or in conjunction with any other person, firm, association or company, and in any part of the world.

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(q) To apply for, purchase or otherwise acquire and to hold, own, operate and to sell, assign or otherwise dispose of, or grant leases in respect of or otherwise turn to account any and all inventions, improvements and processes in connection with or secured under letters patent of the United States of America or elsewhere, or otherwise, and with a view to the working and development of the same, and to carry on any business whether manufacturing or otherwise which the corporation may think calculated, directly or in-

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(r) To manufacture, deal in and turn to account contracts for the sale, leasing, letting, erecting, repairing and maintaining of any plant, machinery, implement or thing incidental to or connected with any of the business or objects aforesaid.

(s) To acquire, hold and own water and water rights and to construct, build, acquire, hold, manage and operate canals, reservoirs, dams, ditches, flumes, aqueducts, pipes and pipe lines for mining, milling, smelting, refining and manufacturing purposes, and to acquire for the purpose of generating and transmitting power, electrical energy, and electric light, heat and power.

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